

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

CENTURY 21 REAL ESTATE CORPORATION

Plaintiff,

v.

DENNEHY, BARNES, VENTURES, INC.,
JOHN S. DENNEHY AND THOMAS BARNES

C.A. 04-10785 DPW

AFFIDAVIT OF THOMAS BARNES IN SUPPORT OF MOTION TO WITHDRAW

I, Thomas Barnes, hereby depose and say:

1. I am the Principal and owner of Fidelity Group, Incorporated ("Fidelity Group").

I have personal knowledge of the facts stated herein.

2. Dennehy/Barnes Ventures, Inc. ("Dennehy/Barnes") is a Massachusetts corporation that was organized in 1996 by John S. Dennehy, Jr. and myself. In 1998, Dennehy/Barnes purchased Fidelity Group.

3. Kenneth D. Small and Pamela A. Zorn ("Counsel") represent Dennehy/Barnes and me individually in the above matter.

4. I have informed Counsel that I have no resources to continue to fund my defense and therefore no longer desire their representation. I have requested that Counsel inform the Plaintiffs to communicate directly with me for the remainder of this action.

Signed under the pains and penalties of perjury this 16 day of December, 2004.


Thomas J. Barnes